

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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In the Matter of the Application of

JOHN ERIC BOLTEN,

Petitioner,

07 CIV 3438
(PKC) (FM)

-against-

AFFIDAVIT OF
ANN SARDINI IN
OPPOSITION TO
BOLTEN'S
REQUEST FOR
PRELIMINARY RELIEF

VENACA, INC.


Defendant.
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AFFIDAVIT


Ann Sardini, being duly sworn deposes and says:

1. My name is Ann Sardini and I am the Chief Financial Officer of Weight Watchers, International, Inc. and have held this position since 2002. I am also a member of the Board of Directors of Venaca.
2. In the course of my duties as a member of the Board of Directors for Venaca I have occasion to listen to presentations made by various employees of Venaca relating to its business, including the status of various projects, the status of sales and other matters relating to its business.

3. During one of our regular board meetings, Eric Bolten made a presentation relating to the status of a sale to CSTV. Mr. Bolten made certain representations, specifically that the CSTV sale had been closed, which, I learned directly after the meeting, he knew to be false.
4. Mr. Bolten's misrepresentations to the Board concerning the status of CSTV and other sales, in my view, brought harm to the company. Mr. Bolton was the only salesperson for the company. As a result of his regularly overstating the sales pipeline, setting over-inflated sales targets, and then consistently missing these targets, the company's credibility was diminished. I believe that this was a direct cause of the company's inability to close a venture backed round of financing, which has seriously impeded the company's ability to grow.


Ann Sardini

SWORN TO BEFORE ME THIS
18th DAY OF MAY 2007


Notary Public

My Commission Expires: 3-5-11

JOSEPH KENYATTA ALSTON
NOTARY PUBLIC-STATE OF NEW YORK
No. 02AL6162169
Qualified in New York County
My Commission Expires March 05, 2011